FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burde	n
hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

								,														
1. Name and Address of Reporting Person*  BEYER RICHARD M					2. Issuer Name <b>and</b> Ticker or Trading Symbol ANALOG DEVICES INC ADI									(Ched	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
														X	Director			10% Ow	ner			
(Last)	,	First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/09/2016									Officer ( below)	give title	Other (spec below)		pecify			
ONE TE	CHNOLOG	TV WAY			$\vdash$																	
ONE TECHNOLOGY WAY					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable						
(Stroot)															Line)	Farm 61	ad bu Ona I		ting Davasa			
(Street) NORWOOD MA 02062-9106													^	X Form filed by One Reporting Person  Form filed by More than One Reporting  Person								
(City)	(5	State)	(Zip)													. 0.00						
		Ta	able I - Noi	n-Deriv	vati	ve S	ecurit	ies A	cquii	red, [	Dis	osed o	f, or E	Benef	icially	Owned						
1. Title of Security (Instr. 3)  2. Trans. Date (Month/It				action 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			5. Amoun Securities Beneficial Owned Fo	s Form ally (D) o ollowing (I) (In		Direct Indirect Etr. 4)	7. Nature of Indirect Beneficial Ownership							
								С	ode	v	Amount (A) or (D) Pri		Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)				
Comm Stock-\$.16-2/3 value 03/09			9/20	/2016			М		1,540		A :	\$0.0000	3,780		D							
			Table II -									sed of, onvertil				wned						
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Year		of Securities		curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
				Co	ode	v	(A)	(D)	Date Exerc	cisable		Expiration Date	Title		Amount or Number of Shares		Transaction(s) (Instr. 4)					
Non- Qualified Stock Option (right to buy)	\$54.93	03/09/2016			A		7,640			(1)	(	03/09/2026	Corr Stock-! 2/3 va	\$.16-	7,640	\$0.0000	7,640		D			
Restricted Stock Unit (RSU)	\$0.0000	03/09/2016		1	М			1,540		(2)		(2)	Com Stock-3 2/3 va	\$.16-	1,540	\$0.0000	0.0000		D			
Restricted Stock Unit	\$0.0000	03/09/2016			A		1,850		03/09	9/2017 <sup>(3</sup>	3)	(3)	Con Stock-	nm \$.16-	1,850	\$0.0000	1,850		D			

## Explanation of Responses:

- 1. This option vests 100.00% on the earlier of the first anniversary of the original grant date, which was March 9, 2016, or the date of the Company's next Annual Meeting of Shareholders.
- 2. In accordance with the terms of the grant, this RSU vested 100.00% on March 9, 2016, the date of the Company's 2016 Annual Meeting of Shareholders. Upon the vesting date, each vested RSU automatically converted into one (1) share of common stock of the Company.
- 3. This RSU vests 100.00% on the earlier of the first anniversary of the original grant date, which was March 9, 2016, or the date of the Company's next Annual Meeting of Shareholders. Upon the vesting date, each vested RSU shall automatically convert into one (1) share of common stock of the Company.

<u>Cynthia M. McMakin,</u> <u>Associate General Counsel, by</u> 03/11/2016

Power of Attorney

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.